

XO™

XO notes that, pursuant to Section 2.1 of the Second Amendment Superseding Certain Intervening Law, Compensation, Interconnection and Trunking Provisions of the current ICA and paragraph 233 of the *Triennial Review Remand Order*, the existing terms of the parties' ICA continue in effect until such time as the Parties have executed a written amendment to the ICA. As such, XO expects that both it and SBC will continue to honor all terms and conditions of the current interconnection agreement until such time as a written amendment is executed.

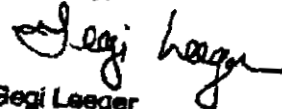
The main company contact for these negotiations is:

Gegi Leeger
Director Regulatory Contracts
11111 Sunset Hills Road
Reston, VA 20190
703-547-2109 voice
703-547-2300 facsimile
Email: gegi.leeger@xo.com

Please initiate the internal processes within SBC that will facilitate this request, and respond to this letter as expeditiously as possible with written acknowledgement of your receipt so that we may begin the negotiation process.

Further, in order to timely incorporate the *Triennial Review Remand Order's* rules into our revised interconnection agreement, the wire centers in your operating areas that satisfy the Tier 1, Tier 2, and Tier 3 criteria for dedicated transport and DS1 and DS3 loops must be identified and verified. Accordingly, XO hereby requests that SBC provide all backup data necessary to verify the number of lines and the identity of the fiber-based collocators by end office for each end office that SBC claims fall within each tier as those tiers are defined in the *Triennial Review Remand Order*. This data should be provided by no later than Friday, February 25, 2005.

Sincerely,



Gegi Leeger
Director Regulatory Contracts

XO Communications, Inc.

11111 Sunset Hills Road
 Reston, VA 20190
 USA



February 18, 2005

VIA OVERNIGHT MAIL

SBC Contract Administration
 ATTN: Notices Manager
 311 S. Akard, 9th Floor
 Four Bell Plaza
 Dallas, TX 75202-5398

On February 4, 2005, the Federal Communications Commission ("FCC") released the text of its Order on Remand in *In the Matter of Review of the Section 251 Unbundling Obligations of Incumbent Local Exchange Carriers*, CC Docket No. 01-338 ("Triennial Review Remand Order"). The rules adopted in the *Triennial Review Remand Order* constitute a change in law under the current interconnection agreement ("ICA") between XO¹ and Michigan Bell Telephone Company d/b/a/ SBC Michigan ("SBC"). Pursuant to Section 2.1 of the Second Amendment Superseding Certain Intervening Law, Compensation, Interconnection and Trunking Provisions of that ICA, formal written notice is required to begin the process of entering into negotiations to arrive at an amendment to implement into the ICA the FCC's determinations in the *Triennial Review Remand Order*.

Accordingly, we hereby provide this notice, and request that SBC begin good-faith negotiations under Section 252 of the 1996 Telecom Act directed toward reaching a mutually agreeable ICA amendment that fully and properly implements the changes that have occurred as a result of the *Triennial Review Remand Order*. In addition, formal notice is hereby being given for purposes of again commencing negotiations on the changes in law implemented by the *Triennial Review Order* that were unaffected by the *Triennial Review Remand Order*.² We intend that the negotiations will include the effect of section 271 of the 1996 Telecom Act on SBC's ongoing obligation to provide access to certain unbundled network elements, as well as independent state authority to order unbundling.

¹ "XO," for purposes of this notice, refers to XO Communications, Inc., on behalf of Coast to Coast Telecommunications, Inc.

² The inclusion of changes in law implemented by the *Triennial Review Order* in this request should not be construed as a waiver of any right XO may have, and XO hereby reserves all such rights, to seek immediate relief for SBC's continued refusal, after months of negotiation between the parties, to implement those provisions of the TRO not affected by appeal or vacatur.

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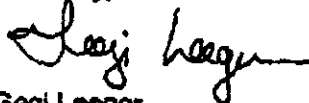
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Sincerely,



Gegi Leeger
Director Regulatory Contracts

XO Communications, Inc.

11111 Sunset Hill Road
Reston, VA 20190
USA

February 18, 2005

VIA OVERNIGHT MAIL

SBC Contract Administration
ATTN: Notices Manager
311 S. Akard, 8th Floor
Four Bell Plaza
Dallas, TX 75202-5398

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Accordingly, we hereby provide this notice, and request that SBC begin good-faith negotiations under Section 252 of the 1996 Telecom Act directed toward reaching a mutually agreeable ICA amendment that fully and properly implements the changes that have occurred as a result of the *Triennial Review Remand Order*.

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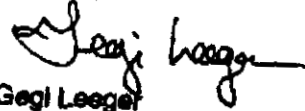
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11111 Sunset Hills Road
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February 18, 2005

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ATTN: Notices Manager
311 S. Akard, 9th Floor
Four Bell Plaza
Dallas, TX 75202-5398

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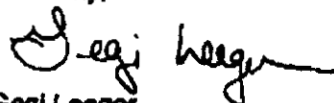
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Gegi Leeger
Director Regulatory Contracts

XO Communications, Inc.

11111 Sunset Mills Road
Reston, VA 20190
USA

XO.

February 18, 2005

VIA OVERNIGHT MAILSBC Contract Administration
ATTN: Notices Manager
311 S. Akard, 9th Floor
Four Bell Plaza
Dallas, TX 75202-6398

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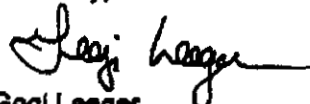
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11111 Sunset Hills Road
 Reston, VA 20190
 USA

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 ATTN: Notices Manager
 311 S. Akard, 9th Floor
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 Dallas, TX 75202-5398

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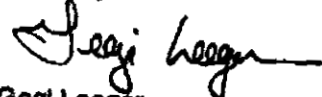
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Director Regulatory Contracts

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11111 Sunset Mills Road
Reston, VA 20190
USA

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ATTN: Notices Manager
311 S. Akard, 9th Floor
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Dallas, TX 75202-5398

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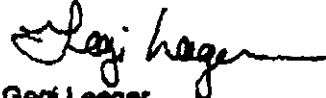
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February 18, 2005

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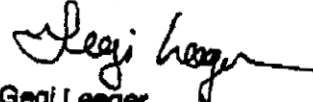
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XO notes that, pursuant to Section 2.1 of the Second Amendment Superseding Certain Intervening Law, Compensation, Interconnection and Trunking Provisions of the current ICA and paragraph 233 of the *Triennial Review Remand Order*, the existing terms of the parties' ICA continue in effect until such time as the Parties have executed a written amendment to the ICA. As such, XO expects that both it and SBC will continue to honor all terms and conditions of the current interconnection agreement until such time as a written amendment is executed.

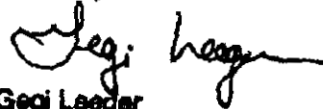
The main company contact for these negotiations is:

Gegi Leeger
Director Regulatory Contracts
11111 Sunset Hills Road
Reston, VA 20190
703-547-2109 voice
703-547-2300 facsimile
Email: gegi.leeger@xo.com

Please initiate the internal processes within SBC that will facilitate this request, and respond to this letter as expeditiously as possible with written acknowledgement of your receipt so that we may begin the negotiation process.

Further, in order to timely incorporate the *Triennial Review Remand Order's* rules into our revised interconnection agreement, the wire centers in your operating areas that satisfy the Tier 1, Tier 2, and Tier 3 criteria for dedicated transport and DS1 and DS3 loops must be identified and verified. Accordingly, XO hereby requests that SBC provide all backup data necessary to verify the number of lines and the identity of the fiber-based collocators by end office for each end office that SBC claims fall within each tier as those tiers are defined in the *Triennial Review Remand Order*. This data should be provided by no later than Friday, February 25, 2005.

Sincerely,



Gegi Leeger
Director Regulatory Contracts

XO Communications, Inc.

11111 Sunset Hills Road
Reston, VA 20190
USA

XO

February 18, 2005

VIA OVERNIGHT MAILSBC Contract Administration
ATTN: Notices Manager
311 S. Akard, 9th Floor
Four Bell Plaza
Dallas, TX 75202-5398

On February 4, 2005, the Federal Communications Commission ("FCC") released the text of its Order on Remand in *In the Matter of Review of the Section 251 Unbundling Obligations of Incumbent Local Exchange Carriers*, CC Docket No. 01-338 ("Triennial Review Remand Order"). The rules adopted in the *Triennial Review Remand Order* constitute a change in law under the current interconnection agreement ("ICA") between XO¹ and Ohio Bell Telephone Company d/b/a/ SBC Ohio ("SBC"). Pursuant to Section 2.1 of the Second Amendment Superseding Certain Intervening Law, Compensation, Interconnection and Trunking Provisions of that ICA, formal written notice is required to begin the process of entering into negotiations to arrive at an amendment to implement into the ICA the FCC's determinations in the *Triennial Review Remand Order*.

Accordingly, we hereby provide this notice, and request that SBC begin good-faith negotiations under Section 252 of the 1996 Telecom Act directed toward reaching a mutually agreeable ICA amendment that fully and properly implements the changes that have occurred as a result of the *Triennial Review Remand Order*. In addition, formal notice is hereby being given for purposes of again commencing negotiations on the changes in law implemented by the *Triennial Review Order* that were unaffected by the *Triennial Review Remand Order*.² We intend that the negotiations will include the effect of section 271 of the 1996 Telecom Act on SBC's ongoing obligation to provide access to certain unbundled network elements, as well as independent state authority to order unbundling.

¹ "XO," for purposes of this notice, refers to XO Communications Services, Inc., on behalf of and/or as successor in interest to XO Ohio, Inc.

² The inclusion of changes in law implemented by the *Triennial Review Order* in this request should not be construed as a waiver of any right XO may have, and XO hereby reserves all such rights, to seek immediate relief for SBC's continued refusal, after months of negotiation between the parties, to implement those provisions of the TRO not affected by appeal or vacatur.

XOTM

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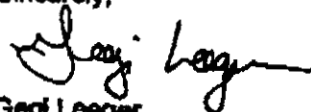
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Sincerely,



Gegi Leeger
Director Regulatory Contracts

Feb. 23/2005 11:17 703-547-2984

XO COMMUNICATIONS

#6704 P.036

XO Communications, Inc.

11111 Sunset Hills Road
Reston, VA 20190
USA

XO

February 18, 2005

VIA OVERNIGHT MAIL

SBC Contract Administration
ATTN: Notices Manager
311 S. Akard, 9th Floor
Four Bell Plaza
Dallas, TX 75202-5398

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Accordingly, we hereby provide this notice, and request that SBC begin good-faith negotiations under Section 252 of the 1996 Telecom Act directed toward reaching a mutually agreeable ICA amendment that fully and properly implements the changes that have occurred as a result of the *Triennial Review Remand Order*. In addition, formal notice is hereby being given for purposes of again commencing negotiations on the changes in law implemented by the *Triennial Review Order* that were unaffected by the *Triennial Review Remand Order*.² We intend that the negotiations will include the effect of section 271 of the 1996 Telecom Act on SBC's ongoing obligation to provide access to certain unbundled network elements, as well as independent state authority to order unbundling.

¹ "XO," for purposes of this notice, refers to XO Communications Services, Inc., on behalf of and/or as successor in interest to XO Oklahoma, Inc.

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XO

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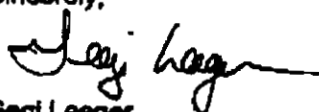
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Please initiate the internal processes within SBC that will facilitate this request, and respond to this letter as expeditiously as possible with written acknowledgement of your receipt so that we may begin the negotiation process.

Further, in order to timely incorporate the *Triennial Review Remand Order's* rules into our revised interconnection agreement, the wire centers in your operating areas that satisfy the Tier 1, Tier 2, and Tier 3 criteria for dedicated transport and DS1 and DS3 loops must be identified and verified. Accordingly, XO hereby requests that SBC provide all backup data necessary to verify the number of lines and the identity of the fiber-based collocators by end office for each end office that SBC claims fall within each tier as those tiers are defined in the *Triennial Review Remand Order*. This data should be provided by no later than Friday, February 25, 2005.

Sincerely,



Gegi Leeger
Director Regulatory Contracts

XO Communications, Inc.

11111 Sunset Hills Road
Reston, VA 20190
USA

XO™

February 18, 2005

VIA OVERNIGHT MAIL

SBC Contract Administration
ATTN: Notices Manager
311 S. Akard, 9th Floor
Four Bell Plaza
Dallas, TX 75202-5398

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Accordingly, we hereby provide this notice, and request that SBC begin good-faith negotiations under Section 252 of the 1996 Telecom Act directed toward reaching a mutually agreeable ICA amendment that fully and properly implements the changes that have occurred as a result of the *Triennial Review Remand Order*. In addition, formal notice is hereby being given for purposes of again commencing negotiations on the changes in law implemented by the *Triennial Review Order* that were unaffected by the *Triennial Review Remand Order*.² We intend that the negotiations will include the effect of section 271 of the 1996 Telecom Act on SBC's ongoing obligation to provide access to certain unbundled network elements, as well as independent state authority to order unbundling.

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XO™

XO notes that, pursuant to Section 2.1 of the Second Amendment Superseding Certain Intervening Law, Compensation, Interconnection and Trunking Provisions of the current ICA and paragraph 233 of the *Triennial Review Remand Order*, the existing terms of the parties' ICA continue in effect until such time as the Parties have executed a written amendment to the ICA. As such, XO expects that both it and SBC will continue to honor all terms and conditions of the current interconnection agreement until such time as a written amendment is executed. Furthermore, as both SBC and XO are parties to Docket No. 28821 - Arbitration of Non-Costing Issues for Successor Interconnection Agreements to the Texas 271 Agreement, XO provides notice to SBC that it expects the parties to negotiate implementation of the *Triennial Review Remand Order*, pursuant paragraph 233 of the *Triennial Review Remand Order*, so that the resulting interconnection agreement reflects such *Triennial Review Remand Order*.

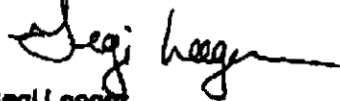
The main company contact for these negotiations is:

Gagi Leeger
Director Regulatory Contracts
11111 Sunset Hills Road
Reston, VA 20190
703-547-2109 voice
703-547-2300 facsimile
Email: gagi.leeger@xo.com

Please initiate the internal processes within SBC that will facilitate this request, and respond to this letter as expeditiously as possible with written acknowledgement of your receipt so that we may begin the negotiation process.

Further, in order to timely incorporate the *Triennial Review Remand Order's* rules into our revised interconnection agreement, the wire centers in your operating areas that satisfy the Tier 1, Tier 2, and Tier 3 criteria for dedicated transport and DS1 and DS3 loops must be identified and verified. Accordingly, XO hereby requests that SBC provide all backup data necessary to verify the number of lines and the identity of the fiber-based collocators by end office for each end office that SBC claims fall within each tier as those tiers are defined in the *Triennial Review Remand Order*. This data should be provided by no later than Friday, February 25, 2005.

Sincerely,



Gagi Leeger
Director Regulatory Contracts

EXHIBIT B



February 24, 2005

Gegi Leeger
 Director Regulatory Contracts
 XO Communications
 11111 Sunset Hills Road
 Reston, VA 20190

Subject: XO Communications February 18, 2005 Letters (19 letters)

Dear Gegi;

This letter is in response to your letters dated February 18, 2005, taking the position that the FCC's February 4, 2005 *TRO Remand Order* constitutes a change in law, and requesting negotiations to conform your existing Interconnection Agreement(s) (ICAs)¹ to the FCC's February 4, 2005 *TRO Remand Order*. Additionally, you request

¹ ICAs specifically addressed in the February 18, 2005 letters received from XO Communications are: "the current interconnection agreement ("ICA") between XO Communications Services, Inc. (XO) on behalf of and/or as a successor in interest to Allegiance Telecom of Illinois, Inc. and Illinois Bell Telephone Company d/b/a SBC Illinois ("SBC"); XO on behalf of and/or as a successor in interest to XO Michigan, Inc. and Michigan Bell Telephone Company d/b/a SBC Michigan ("SBC"); XO Communications Services, Inc. on behalf of and/or as successor in interest to Allegiance Telecom of Michigan, Inc. and Michigan Bell Telephone Company d/b/a SBC Michigan ("SBC"); XO on behalf of and/or as successor in interest to Allegiance Telecom of Missouri, Inc. and Southwestern Bell Telephone, L.P. d/b/a SBC Missouri ("SBC"); XO on behalf of and/or as successor in interest to XO Missouri, Inc. and Southwestern Bell Telephone, L.P. d/b/a SBC Missouri ("SBC"); XO on behalf of and/or as successor in interest to XO Ohio, Inc. and Ohio Bell Telephone Company d/b/a SBC Ohio ("SBC"); XO on behalf of and/or as successor in interest to Allegiance Telecom of Ohio, Inc. and Ohio Bell Telephone Company d/b/a SBC Ohio ("SBC"); XO on behalf of and/or as successor in interest to XO Texas, Inc. and Southwestern Bell Telephone d/b/a SBC Texas ("SBC"); XO on behalf of and/or as successor in interest to Allegiance Telecom of Texas, Inc.; and Southwestern Bell Telephone, L.P. d/b/a SBC Texas ("SBC"); XO on behalf of Coast to Coast Telecommunications, Inc. and Michigan Bell Telephone Company d/b/a SBC Michigan ("SBC"); XO on behalf of and/or as successor in interest to XO California, Inc. and Pacific Bell Telephone Company d/b/a SBC California ("SBC"); XO on behalf of and/or as successor in interest to Allegiance Telecom of California Inc. and Pacific Bell Telephone Company d/b/a SBC California ("SBC"); XO on behalf of and/or as successor in interest to XO Arkansas, Inc. and Southwestern Bell Telephone, L.P. d/b/a SBC Arkansas ("SBC"); XO on behalf of and/or as successor in interest to XO Connecticut, Inc. and Southern New England Telephone Company d/b/a SBC Connecticut ("SBC"); XO on behalf of and/or as successor in interest to XO Illinois, Inc. and Illinois Bell Telephone Company d/b/a SBC Illinois ("SBC"); XO on behalf of and/or as successor in interest to XO Indiana, Inc. and Indiana Bell Telephone Company d/b/a SBC Indiana ("SBC"); XO on behalf of and/or as successor in interest to XO Kansas, Inc. and Southwestern Bell Telephone, L.P. d/b/a SBC Kansas ("SBC"); XO on behalf of and/or as successor in interest to XO Oklahoma, Inc. and Southwestern Bell Telephone, L.P. d/b/a SBC Oklahoma ("SBC"); and XO on behalf of and/or as successor to XO Wisconsin, Inc. and Wisconsin Bell Telephone Company d/b/a SBC Wisconsin ("SBC").